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Counsel for the Class Representatives of (1) Int'l Union, UAW, et. al. v. General Motors Corp., Civil Action No. 07-14074 (E.D. Mich.) and (2) UAW et. al. v. General Motors Corp., No. 05-CV-73991 (E.D. Mich.)

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:

Chapter 11

General Motors Corporation, et al.

Case No. 09-50026 (REG)

Debtors.

(Jointly Administered)

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ORDER OF ADMISSION TO PRACTICE, PRO HAC VICE

William T. Payne, having represented that he is a member in good standing of the bar in the States California and Pennsylvania, the United States Supreme Court, the United States Courts of Appeals for the First, Third, Fourth, Sixth, Seventh, Eighth, Ninth, Tenth, Eleventh, and D.C. Circuits and the United States District Courts for the Eastern District of California, Northern District of California, Central District of California, Northern District of Illinois,

Eastern District of Michigan, Western District of Pennsylvania, Northern District of Ohio,
Southern District of Ohio and Western District of Tennessee, and having requested admission,
pro hac vice to represent the Class Representatives of (1) Int'l Union, UAW, et. al. v. General
Motors Corp., Civil Action No. 07-14074 (E.D. Mich.) and (2) UAW et. al. v. General Motors
Corp., No. 05-CV-73991 (E.D. Mich.) (the "Class") in the above-referenced, jointly-
administered, Chapter 11 cases and any and all adversary proceedings and contested matters in
which the Class is or may become a party, pursuant to Rule 2090-1(b) of the Local Bankruptcy
Rules for the Southern District of New York, it is hereby

ORDERED, that William T. Payne is admitted to practice, *pro hac vice* in the above-
referenced, jointly-administered, Chapter 11 cases and any and all adversary proceedings and
contested matters in which the Class is or may become a party, pursuant to Rule 2090-1(b) of the
Local Bankruptcy Rules for the Southern District of New York, in the United States Bankruptcy
Court, Southern District of New York, subject to payment of the filing fee.

Dated: New York, New York
June ___, 2009

United States Bankruptcy Judge